

18012-14-060



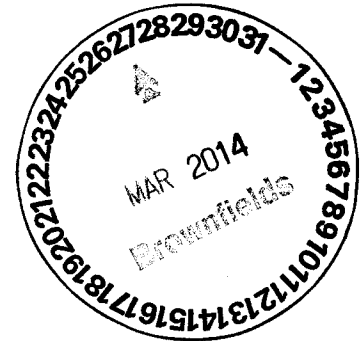
Via Fed Ex

March 24, 2014

NC DENR
Brownfields Program
Division of Waste Management
1646 Mail Service Center
Raleigh, North Carolina, 27699-1646

Attention: Ms. Shirley Liggins

Re: Orbit Energy Charlotte
Brownfield Application
Charlotte, North Carolina
H&H Job No. BLS-002



Dear Shirley:

Enclosed please find one copy of the Brownfield Application and required attachments for Orbit Energy Charlotte, LLC in Charlotte, Mecklenburg County, North Carolina. The prospective developer is planning to convert this vacant lot into a state of the art food waste to energy facility. The benefits of this venture are many, including a reduction in landfill waste, alternative energy production, and job creation. This project brings tremendous value and innovation to North Charlotte.

If you have any questions or comments, please do not hesitate to contact me.

Sincerely,

Hart & Hickman, PC

A handwritten signature in cursive script, appearing to read "Bruce Hickman".

Bruce Hickman, PE
Principal

cc: Carolyn Minnich, NC DENR (1 copy by e-mail)

Attachments

18012-14-060

Brownfields Application

Orbit Energy Charlotte, LLC
600 Johnson Road
Charlotte, North Carolina

H&H Job No. BLS-002
March 24, 2014



SMARTER ENVIRONMENTAL SOLUTIONS

2923 South Tryon Street, Suite 100
Charlotte, NC 28203
704.586.0007 main

3334 Hillsborough Street
Raleigh, NC 27607
919.847.4241 main

www.harthickman.com

**Brownfields Application
Orbit Energy Charlotte, LLC
600 Johnson Street
Charlotte, North Carolina
H&H Job No. BLS-002**

List of Figures

- Figure 1 Site Location Map
Figure 2 Preliminary Survey Plat

List of Appendices

- Appendix A Financial Documentation
Appendix B Biographies of Prospective Developer Personnel
Appendix C Brownfields Affidavit
Appendix D Proposed Brownfields Agreement Form
Appendix E Property Metes and Bounds
Appendix F Site Photographs
Appendix G Environmental Reports

Brownfields Property Application

North Carolina Brownfields Program

www.ncbrownfields.org

I. PROSPECTIVE DEVELOPER (PD) INFORMATION {USE TAB KEY TO GET TO NEXT DATA ENTRY LINE – DO NOT USE THE RETURN KEY}

A. PD information:

Entity name	Orbit Energy Charlotte, LLC
Principal Officer	Shlomi Palas
Representative	Shlomi Palas
Mailing Address	c/o Bluesphere Corporation 703 McCullough Drive, 4th Floor Charlotte, NC 28262
E-mail address	shlomi@bluespherecorporate.com
Phone No.	704 909 2806
Fax No.	704 909 2701
Web site	www.bluespherecorporate.com

B. PD contact person information (i.e., individual who will serve as the NCBP's point of contact if different than above):

Name	Efim Monosov
Company	Bluesphere Corporation
Mailing Address	c/o Bluesphere Corporation, 703 McCullough Drive, 4th Floor Charlotte, NC 28262
E-Mail Address	efim@bluespherecorporate.com
Phone No.	262 707 3880
Fax No.	04 909 2701 or 414 446 5243

C. Information regarding all parent companies, subsidiaries or other affiliates of PD (attach separate sheet(s) if necessary):

(Use for LLCs)

Member-managed or manager-managed? **Answer:** member-managed

If manager-managed, provide name of manager and percent of ownership:

Name

Ownership (%)

Mailing Address

E-Mail Address

Phone No.

Fax No.

For all LLCs, list all members of the LLC and provide their percent of ownership:

Name REF Bluesphere LLC

Ownership (%) 100%

Mailing Address c/o Bluesphere Corporation
703 McCullough Drive, 4th Floor
Charlotte, NC 28262

E-Mail Address shlomi@bluespherecorporate.com

Phone No. 704 909 2806

Fax No. 704 909 2701

Name

Ownership (%)

Mailing Address

E-Mail Address

Phone No.

Fax No.

Name

Ownership (%)

Mailing Address

E-Mail Address

Phone No.

Fax No.

Managers of manager-managed LLCs are required to execute all brownfield documents for the LLC; as to member-managed LLCs, state name of member who will sign these documents.

Shlomi Palas

List all parent companies, subsidiaries and other affiliates:

- (i) REF Bluesphere LLC and
- (ii) Bluesphere Corporation

Affiliates: Easternsphere Ltd., Charlottesphere, LLC, Puresphere Limited, Puresphere Ghana Limited

(Use for Partnerships)

Check one: ☐ General Partnership ☐ Limited Partnership

List all partners and percent of ownership:

Name

Ownership (%)

Mailing Address

E-Mail Address

Phone No.

Fax No.

Is this person a general or limited partner?

Name

Ownership (%)

Mailing Address

E-Mail Address

Phone No.

Fax No.

Is this person a general or limited partner?

List all parent companies, subsidiaries and other affiliates:

(Use for corporations other than LLCs)

(If information is the same as shown in 1.A., please indicate "same as 1.A." below.)

Name

Mailing Address

E-Mail Address

Phone No.

Fax No.

List all parent companies, subsidiaries and other affiliates:

(Use for individuals)

(If individual is the same as shown in 1.A., -please indicate "same as 1.A." above.)

Name

Mailing Address

E-Mail Address

Phone No.

Fax No.

- D. Does PD have or can it obtain the financial means to fully implement a brownfields agreement and assure the safe reuse of the property? *(Attach supporting documentation such as letters of credit, financial statements, etc.)*

Answer Yes

Explanation The PD has secured over \$17,000,000 in financing from Caterpillar Financial Corporation to fund the redevelopment. A letter confirming this financing is attached.

- E. Does PD have or can it obtain the managerial means to fully implement a brownfields agreement and assure the safe use of the property?

Answer Yes

Explanation The PD is headed by senior professionals skilled in assembling the resources needed for execution of the proposed development. Biographies for the top executive staff are attached. In addition, the management team will be supported by Hart & Hickman PC for management of environmental matters and by an NC-registered engineering firm to manage the site development design effort.

- F. Does PD have or can it obtain the technical means to fully implement a brownfields agreement and assure the safe use of the property?

Answer Yes

Explanation The PD's technical effort is headed up by their Chief Technical Officer Efim Monosov, PhD (biography attached) and he will be supported by Hart & Hickman PC to facilitate implementation consistent with the Brownfields agreement.

- G. Does PD commit that it will comply (and has complied, if PD has had a prior project in the NCBP) with all applicable procedural requirements of the NCBP, including prompt payment of all statutorily required fees?

Answer Yes

(List all NCBP project name(s) and NCBP project ID numbers where PD or any parent company, subsidiary and other affiliate of PD has been a party to.)

- H. Does PD currently own the property?

Answer No

If yes, when did PD purchase the property and from whom? (Provide name, address, telephone number and email address of the contact person for the current property owner.)

If no, provide the name, address, telephone number and e-mail address of the contact person for the current property owner

Mr. Gary Kuehl
Hillcrest Investors, Inc.
1075 Heathcliff Lane SE
Marietta, Georgia 30067
770 395 9122
gwkuehl@gmail.com

- I. If PD does not currently own the property, does PD have the property under contract to purchase?

Answer Yes

If yes, provide date of contract. Contract was most recently revised on January 27, 2014.

If no, when does the PD intend to purchase the property (e.g., after the project is determined to be eligible for participation in the NCBP, after PD receives a draft BFA, after the conclusion of the brownfields process)? Note: the Act requires the PD to demonstrate that it intends to either buy or sell the property.

- J. Describe all activities that have taken place on the property since PD or PD's parents, subsidiaries and/or other affiliates, and/or lessees or sublessees of PD, took ownership of or operated at the property (e.g., industrial, manufacturing or commercial activities, etc.). *(Include a list of all regulated substances as defined at NCGS § 130A-310.31(b)(11) that have been used, stored on, or otherwise present at the property while those activities were conducted, and explain how they were used.)*

Not Applicable

II. SITE INFORMATION

A. Information regarding the proposed brownfields property:

Proposed project name Orbit Energy Charlotte 5.2MW Biogas Plant

acreage 13.06 street address(es) 600 Johnson Road

city Charlotte County Mecklenburg zip 28206

tax ID(s) or PIN(s) 08509101

past use(s) Trucking office and warehouse (1964-2003), truck parts sales (2000s)

current use(s) vacant

cause(s)/source(s) of contamination:

known

suspected 1) On-site heating oil UST
2) Adjacent property has known petroleum and chlorinated solvent impacts to groundwater which may have migrated to the subject property
3) Impacts to surface soils from historical truck leakages

- B. Regulatory Agency Involvement: List the site names and all identifying numbers (ID No.) previously or currently assigned by any federal, state or local environmental regulatory agencies for the property. The ID No's may include CERCLIS numbers, RCRA generator numbers for past and present operations, UST database, Division of Water Quality's incident management database, and/or Inactive Hazardous Sites Branch inventory numbers. *(In many instances, the PD will need to actively seek out this information by reading environmental site assessment reports, reviewing government files, contacting government officials, and through the use of government databases, many of which may be available over the internet.)*

Agency Name/ID No: RCRA Non-Generator NCD006996334

Agency Name/ID No:

Agency Name/ID No:

Agency Name/ID No:

Agency Name/ID No:

- C. In what way(s) is the property abandoned, idled, or underused?

The property has been vacant since approximately 2011. The existing building is in deteriorated condition and requires substantial rehabilitation or demolition.

- D. In what way(s) is the actual or possible contamination at the property a hindrance to development or redevelopment of the property (attach any supporting documentation such as letters from lending institutions)?

The potential presence of groundwater contamination from the neighboring property and potential for impacts to the stream that bisects the property, as well as surface soil contamination from past uses has been a hindrance to redevelopment. Although no contamination has been confirmed at the site, the potential for contamination is a hindrance to redevelopment because the PD is unwilling to purchase the property and/or invest in improvements without a Brownfields agreement.

- E. In what way(s) is the redevelopment of the property difficult or impossible without a brownfields agreement (attach any supporting documentation such as letters form lending institutions)?

Without a Brownfields agreement, the PD does not intend to purchase and invest in the property. A portion of the project financing is from equity investors and their risk management strategy requires that a Brownfield agreement be secured for liability management purposes.

- F. What are the planned use(s) of the redeveloped brownfields property to which the PD will commit? Be as specific as possible.

The property will be redeveloped as a food waste to energy facility. Organic food wastes will be processed in anaerobic digesters to produce methane gas, which will in turn be used to power methane fired generators which will produce electricity.

- G. Current tax value of brownfields property: \$826,100

- H. Estimated capital investment in redevelopment project: \$23,000,000

- I. List and describe the public benefits that will result from the property's redevelopment. Be as specific as possible. *(Examples of public benefits for brownfields projects include job creation, tax base increases, revitalization of blighted areas, preserved green space, preserved historic places, improving disadvantaged neighborhood quality-of-life related retail shopping opportunities, affordable housing, environmental cleanup activities or set asides that have community or environmental benefits. In gauging public benefit, NCBP places great value upon letters of support from community groups and local government that describe anticipated improvements in quality of life for neighboring communities that the project will bring about. The inclusion of such support letters with this application is recommended and encouraged.)*

This project has garnered tremendous support from City and County departments because it supports their mission to reduce shipment of recyclable waste to local landfills, and because it helps promote Charlotte as a leader in innovative waste to energy capabilities. The \$23,000,000 facility will result in notable property tax revenues, will generate approximately 100 construction jobs and 15 full time jobs, and will revitalize an underused property.

Special Note: Please describe all environment-friendly technologies and designs PD plans to utilize in its redevelopment strategy. For example, environment friendly redevelopment plans could include: Leadership in Energy and Environmental Design (LEED) Certification, green building materials; green landscaping techniques such as using drought resistant plants; energy efficient designs, materials, appliances, machinery, etc.; renewable sources of energy, and/or recycling/reuse of old building materials such as brick or wood.

As described above, the reuse of food waste to produce electricity turns a previously landfilled waste into a valuable resource. In addition, the developer envisions rehabilitating the existing building which will greatly reduce the carbon footprint of the constructed facility by virtue of not having to manufacture and ship new building materials.

- J. Who will own the brownfields property when the Notice of Brownfields Property is filed with the register of deeds at the conclusion of the brownfields process? *(If information is the same as 1.A. above, please indicate.)*

Name The same as in 1.A. above.

Mailing Address

E-Mail Address

Phone No.

Fax No.

III. OTHER REQUIRED INFORMATION

- A. Brownfields Affidavit: PD must provide its certification, in the form of a signed and notarized original of the unmodified model brownfields affidavit provided by NCBP, that it did not cause or contribute to contamination at the property and that it meets all other statutory eligibility requirements. *(Note: The form to use for this affidavit is attached to this application. It must be filled out signed notarized, and submitted with this application.)*
Is the required affidavit, as described above, included with this application?

Answer Yes

- B. Proposed Brownfields Agreement Form: PD must provide the completed form Proposed Brownfields Agreement. *(Note: The form to use for this document is attached to this application. It must be filled out, initialed, and attached on your submittal.)*
Is the required Proposed Brownfields Agreement, as described above, included with this application?

Answer Yes

- C. Location Map: PD must provide a copy of the relevant portion of the 1:24,000 scale U.S.G.S. topographic quadrangle map that shows the property clearly plotted, and that measures at least an 8 ½ by 11 inches. *(Note: these maps can be purchased through the above link, or often through retail outdoor recreation stores that can print out the relevant map. Often environmental reports have location maps that use this type of map as the base for its location map.)*
Is the required location map included with this application?

Answer Yes

- D. Survey Plat: PD must provide a preliminary survey plat of the brownfields property with the property boundaries clearly identified, and a metes and bounds legal description that matches the property description on the plat. At this stage of the brownfields process; one or more existing survey plats from a previous property conveyance will suffice. *(Before the brownfields project enters the public comment phase of the brownfields process, the PD will be required to submit a final brownfields survey plat which includes the information listed in the brownfields survey plat guidance.)*
Is the required preliminary survey plat included with this application?

Answer Yes

E. Site Photographs: PD must provide at least one pre-redevelopment photograph of the property, in either hard copy or electronic format that shows existing facilities and structures. **Please note that the NCBP prefers to have electronic photos instead of or in addition to hard copies. Electronic copies of photographs should be emailed to: Shirley.Liggins@ncdenr.gov with a clear indication as to which Brownfields Application they apply to.**

Are photographs of the property included with this application?

Answer Yes

Have electronic copies of the photographs been emailed to NCBP?

Answer Yes

F. Environmental Reports/Data: If it makes an affirmative eligibility determination, the NCBP will request that PD provide any and all existing environmental reports and data for the property on **CD only**. The brownfields process may be expedited if PD submits such reports/data with this application.

Are any environmental reports/data being submitted with this application?

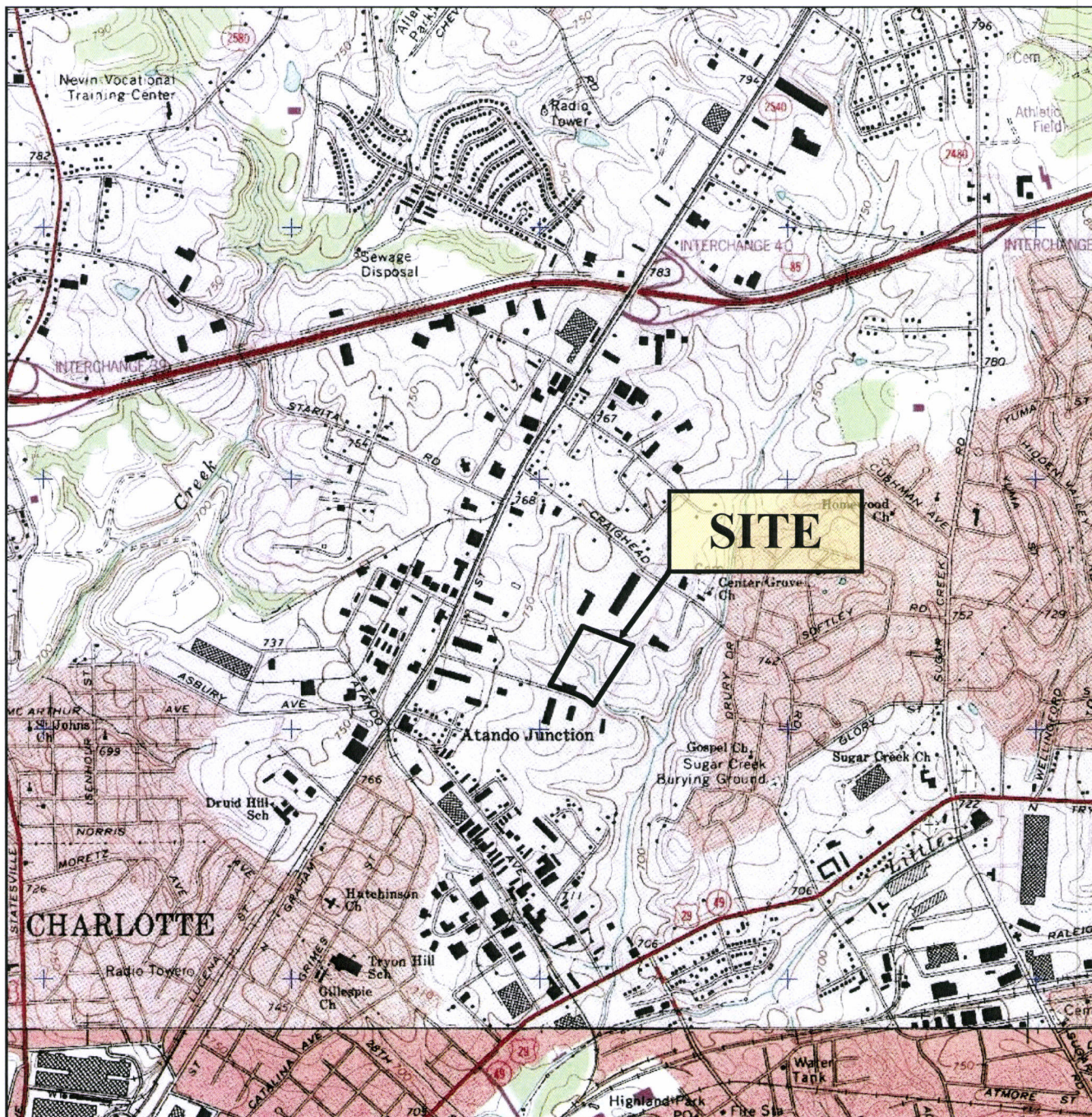
Answer Yes

If environmental reports/data are being submitted with this application, please provide the title, date and author of each item being submitted:

Phase I Environmental Site Assessment, October 11, 2013 - Hart & Hickman, PC

IV. ADDITIONAL REQUIRED FORMS

The following forms are to be filled out and submitted with the application including the Responsibility and Compliance Affidavit and the Proposed Brownfields Agreement. Submittal of the Affidavit requires signature and notarization, and the Proposed Brownfields Application requires an initial.



APPROXIMATE
0 2000 4000
SCALE IN FEET

U.S.G.S. QUADRANGLE MAP

DERITA, NC 1996

QUADRANGLE
7.5 MINUTE SERIES (TOPOGRAPHIC)

TITLE

SITE LOCATION MAP

PROJECT

ORBIT ENERGY CHARLOTTE
600 JOHNSON ROAD
CHARLOTTE, NORTH CAROLINA

hart hickman
SMARTER ENVIRONMENTAL SOLUTIONS

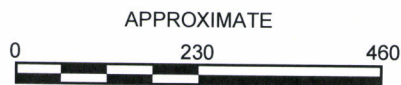
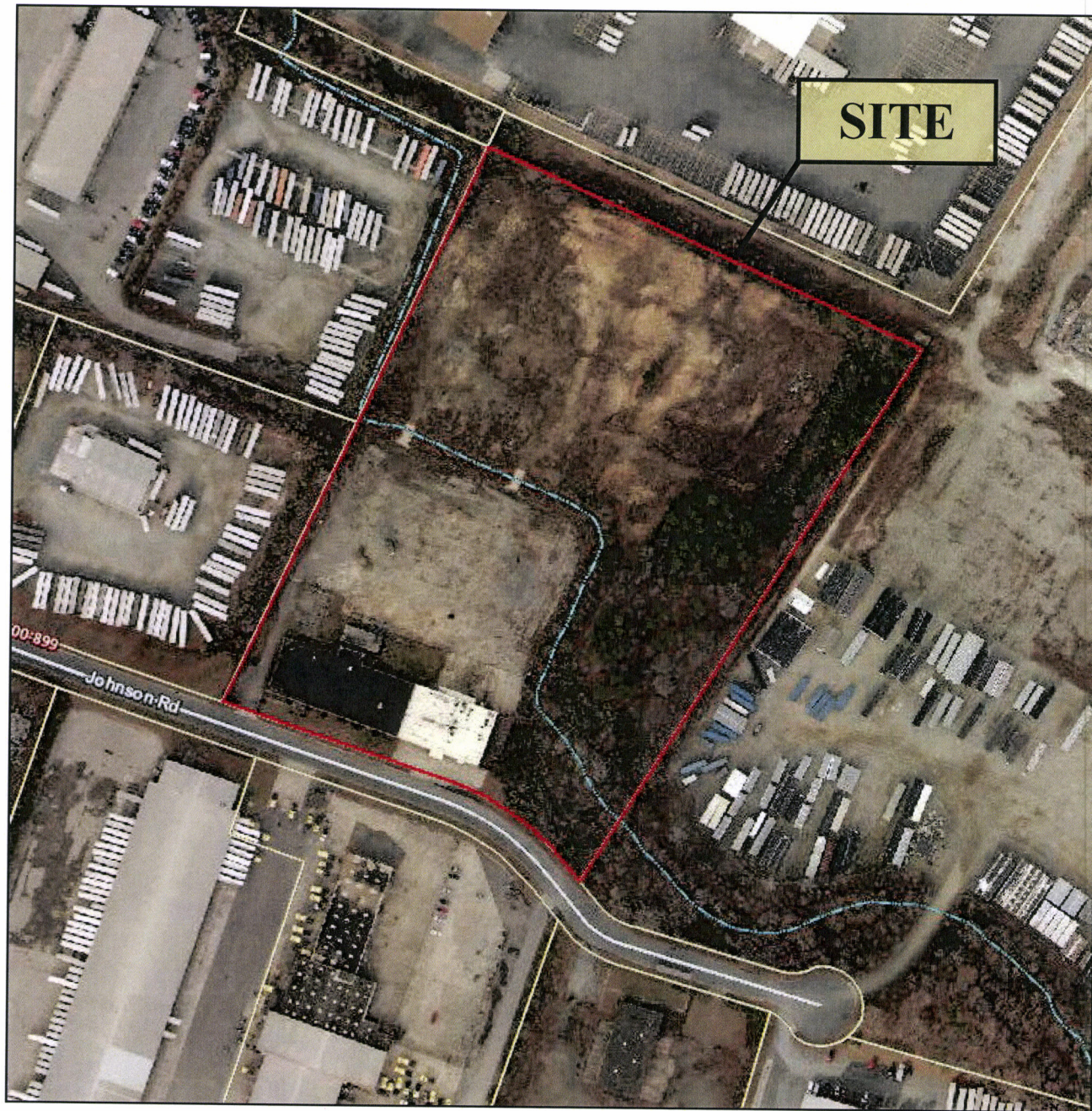
2923 S. Tryon Street, Suite 100
Charlotte, NC 28203
704.586.0007(p) 704.586.0373(f)

DATE: 02/27/2014

REVISION NO: 0

JOB NO: BLS-002


FIGURE NO: 1



SCALE IN FEET

— SUBJECT SITE BOUNDARY

2013 Aerial Photograph and Property Boundaries
Obtained from Mecklenburg County POLARIS website

TITLE		PRELIMINARY BROWNFIELD PLAT	
PROJECT		ORBIT ENERGY CHARLOTTE 600 JOHNSON ROAD CHARLOTTE, NORTH CAROLINA	
		2923 S. Tryon Street, Suite 100 Charlotte, NC 28203 704.586.0007(p) 704.586.0373(f)	
DATE:		2-27-2014	REVISION NO: 0
JOB NO:		BLS-002	FIGURE NO: 2

Appendix B
Biographies of Prospective Developer Personnel



Mr. Shlomi Palas, *Chief Executive Officer*, is a clean-tech executive and entrepreneur with a large network in private and government sectors in North and South America, Europe, China and Africa. Prior to Blue Sphere, he was a business entrepreneur in the biodiesel industry, carrying out activities in China, Brazil and Africa. Earlier, as a Senior Partner at Mitzuv, a leading management consulting firm, Mr. Palas worked in China with the IFC (International Finance Corporation), a member of the World Bank Group, and with Israeli and Chinese companies. He has also held other senior executive positions, e.g. VP of Sales and Marketing at Office Depot, managing over 30,000 Israeli accounts, and President of Norix International, a NJ firm representing foreign companies interested in marketing their products in the USA. Mr. Palas holds a M.Sc. in Marketing from Baruch College - The City University of New York and a B.A. in Statistics and Management from Haifa University.

Dr. Efim Monosov, *Chief Technology Officer*, has over 28 years experience in environmental engineering, technology development and project management. Dr. Monosov founded Elif technology Ltd. in 1994 and managed the company as CTO and CEO. In 2006 the company was sold to Aquarius Technologies Inc. and Dr. Monosov served as Vice President & CTO of Aquarius until 2012. Dr. Monosov has a M.Sc. degree in Environmental Engineering (with honors) from St. Petersburg State University of Architecture & Civil Engineering and a PhD in the same field from St. Petersburg State Technological Institute. Dr. Monosov holds several US and international patents related to environmental engineering and waste treatment technology.

Appendix C
Brownfields Affidavit

NORTH CAROLINA DEPARTMENT OF ENVIRONMENT
AND NATURAL RESOURCES
NORTH CAROLINA BROWNFIELDS PROGRAM

IN THE MATTER OF: Orbit Energy Charlotte, LLC

UNDER THE AUTHORITY OF)	AFFIDAVIT
NORTH CAROLINA GENERAL)	RE: RESPONSIBILITY
STATUTES §130A-310.30, et. seq.)	AND COMPLIANCE

Orbit Energy Charlotte, LLC, being duly sworn, hereby deposes and says:

1. I am Executive Officer of Orbit Energy Charlotte, LLC.
2. I am fully authorized to make the declarations contained herein and to legally bind Orbit Energy Charlotte, LLC.
3. Orbit Energy Charlotte, LLC is applying for a Brownfields Agreement with the North Carolina Department of Environment and Natural Resources, pursuant to N.C.G.S. §130A, Article 9, Part 5 (Brownfields Act), in relation to the following 08509101 parcel(s) in Charlotte, Mecklenburg County, North Carolina: 600 Johnson Road, Charlotte, NC 28206
4. I hereby certify, under the pains and penalties of perjury and of the Brownfields Act, that Orbit Energy Charlotte, LLC, and any parent, subsidiary or other affiliate meets the eligibility requirements of N.C.G.S. §130A-310.31(b)(10), in that it has a bona fide, demonstrable desire to buy for the purpose of developing or redeveloping, and did not cause or contribute to the contamination at, the parcel(s) cited in the preceding paragraph.
5. I hereby certify, under the pains and penalties of perjury and of the Brownfields Act, that Orbit Energy Charlotte, LLC meets the eligibility requirement of N.C.G.S. §130A-310.32(a)(1) in that it and any parent, subsidiary or other affiliate have substantially complied with:
 - a. the terms of any brownfields or similar agreement to which it or any parent, subsidiary or other affiliate has been a party;
 - b. the requirements applicable to any remediation in which it or any parent, subsidiary or other affiliate has previously engaged;
 - c. federal and state laws, regulations and rules for the protection of the environment.

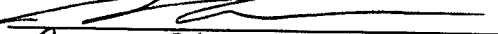
Affiant further saith not.


Signature/Printed Name

Efin Monosov 3/19/2014
Date

Sworn to and subscribed before me

this 19th day of March, 2014.

 Notary Public

My commission expires: permanent

(SEAL)

Appendix D
Proposed Brownfields Agreement Form

Preliminary Proposed Brownfields Agreement

I. Property Facts

a. Property Address(es): 600 Johnson Road

b. Property Seller: Hillcrest Investors, Inc.

c. Property Buyer: Orbit Energy Charlotte, LLC

d. Brief Property Usage History: The site appears to have been used for agricultural purposes from at least the late 1930s until 1964. The site was developed in 1964 and operated as a trucking office/warehouse building until at least 2003. The site was vacant for many years and then utilized for selling of used truck parts. The subject site has been vacant since approximately 2011.

e. The planned reuse will potentially involve the following use classification(s) (check all that apply):

☐ School/childcare/senior care

☐ Residential

☐ Commercial, retail (specify)

☐ Other commercial (specify)

☐ Office

☒ Light industrial

☐ Heavy industrial

☐ Recreational

☐ Open space

☒ Other (specify)

The site will be redeveloped as a food waste to energy facility.

II. Contaminant Information

a. The contaminant situation at the property is best described by the following (check all that apply):

☐ Contaminants are from an on-property source(s)

☐ Contaminants are from an off-property source(s)

☐ Contaminants are from an unknown source(s)

☒ Contaminants have not yet been documented on the property

b. Contaminated Media Table. (If known, check appropriate boxes below)

Contaminant Types		Soil		Groundwater and/or Surface Water		Private Wells		Vapor Intrusion	
		known	Suspected	known	Suspected	known	suspected	known	suspected
o r g a n i c s	Chlorinated Solvents (list):				PCE TCE				X
	Petroleum: ASTs <input type="checkbox"/> USTs <input checked="" type="checkbox"/> Other <input checked="" type="checkbox"/>		X		X				
	Other (list):								
i n o r g a n i c s	Metals (list):								
	Other (list):								

III. Protective Measures

I am prepared to take steps necessary to make the property suitable for its planned uses while fully protecting public health and the environment. I propose that NCBP consider a brownfields agreement that will make the property suitable for the planned use(s) through the following mechanism(s) (check all that apply):

- ☐ Contaminant remediation to risk-based levels.
☒ Engineered Controls (e.g., low permeability caps, vapor mitigation systems, etc)
☒ Land use restrictions that run with the land that will restrict or prohibit uses that are unacceptable from a risk assessment/management perspective. (*Important Note: In any*

final brownfields agreement generated by the NCBP, land use restrictions will ultimately come with the continuing obligation to submit an annual certification that the Land Use Restrictions are being complied with and are recorded at the applicable register of deeds office.)

IV. Fees

In connection with a brownfields agreement, the Act requires that the developer pay fees to offset the cost to the Department of Environment and Natural Resources and the Department of Justice. In satisfaction of the Act, the following fees apply to any brownfields agreement that is developed for this project, subject to negotiation of the brownfields agreement:

- a. A \$2,000 initial fee will be due from the applicant PD when both of the following occur:
 - 1) NCBP receives this application and proposed brownfields agreement, AND
 - 2) NCBP notifies the applicant in writing that the applicant PD and the project are eligible for participation in the NCBP and continued negotiation of a brownfields agreement.
- b. A second fee of \$6,000 will be due from the PD prior to execution of the brownfields agreement. Should the prospective developer choose to negotiate changes to the agreement that necessitate evaluation by the Department of Justice, additional fees shall apply.
- c. Any addendum/modifications to the BFA or NBP after they are in effect will result in an additional fee of at least \$1,000.
- d. In the unexpected event that the environmental conditions at the property are unusually complex, such that NCBP's costs will clearly exceed the above amounts, NCBP and PD will negotiate additional fees.

☒ Please check this box and initial in space provided to indicate your acknowledgement of the above fee structure.

Date of Submittal: 3-24-14

Appendix E
Property Metes and Bounds

600

EXHIBIT A

All those tracts or parcels of land lying and being in Mecklenburg County, North Carolina and being more particularly described as follows:

Site 1

BEGINNING at an iron located in the northerly margin of Johnston Road and being the southeasterly corner of the tract of property conveyed to Thurston Motor Lines, Inc. by the deed recorded in Book 2303 at Page 178 in the Mecklenburg Public Registry; thence N. 28-58-30 E. 452.00 feet to an iron; thence N. 69-58-30 W. 400.18 feet to an iron; thence N. 25-11-44 E. 443.88 feet to an iron; thence S. 64-47-20 E. 710.13 feet, passing irons located on said line at 461.30 feet and 511.32 feet, respectively; thence S. 33-50-10 W. 927.65 feet to an iron located in the northerly margin of the right-of-way of Johnston Road; thence with an arc of a circular curve to the left, said curve having a radius of 348.31 feet, an arc distance of 197.04 feet to an iron, the place of BEGINNING, and containing 8.937 acres all as shown on the survey entitled "Rufus M. Johnston" prepared by R. S. Pharr & Associates dated August 9, 1974, and revised May 3, 1978, to which survey reference is made for a more particular description of the property.

Site 2

BEGINNING at an iron stake in the northerly margin of the roadway 60 feet in width, known as Johnson Road, which point of beginning is 1400 feet distant in an easterly direction from North Graham Street (formerly known as Hutchison Avenue and as Derita Road), and which point of beginning is also the southeasterly corner of that certain tract of land conveyed by Rufus M. Johnston and wife, Virginia Reid Johnston, to Great Southern Trucking Company by deed recorded in Book 1735, at Page 123, in the Mecklenburg County Public Registry, and running thence with a line of the property of said Great Southern Trucking Company (now or formerly) N. 25-39-20 E. 450.18 feet to an iron stake, another corner of the property of Great Southern Trucking Company (now or formerly); thence S. 71-24-40 E. 400.18 feet to an iron; thence S. 25-39-20 W. 452.0 feet to an iron in the northerly margin of the above-mentioned Johnson Road; thence with said northerly margin of Johnson Road with the arc of a curve to the left having a radius of 348.51 feet 35.32 feet to an iron; thence continuing with the northerly margin of said Johnson Road N. 71-24-40 W. 364.48 feet to the point and place of BEGINNING, containing 4.13 acres, according to plat of survey by R. S. Pharr dated July 3, 1981; and this instrument also conveys an easement or right-of-way for purposes of ingress, egress and regress in common with the rights of others over and upon said Johnson Road, which is 60 feet in width and extends along the entire southerly line of the above-described tract of land and beyond and to the easterly margin of North Graham Street, as aforesaid.

Appendix F
Site Photographs



Photograph 1: Entrance to warehouse from Johnson Road.



Photograph 2: Entrance to office area from Johnson Road.



Photograph 3: Storage building and loading area located east of the office/warehouse building.



Photograph 4: Trailer located northwest of the office/warehouse building.



Photograph 5: Former storage lot located in the central portion of the site.



Photograph 6: Former storage lot located in the northern portion of the site.



Photograph 7: Undeveloped wooded land located in the eastern portion of the site.



Photograph 8: Interior of the warehouse.

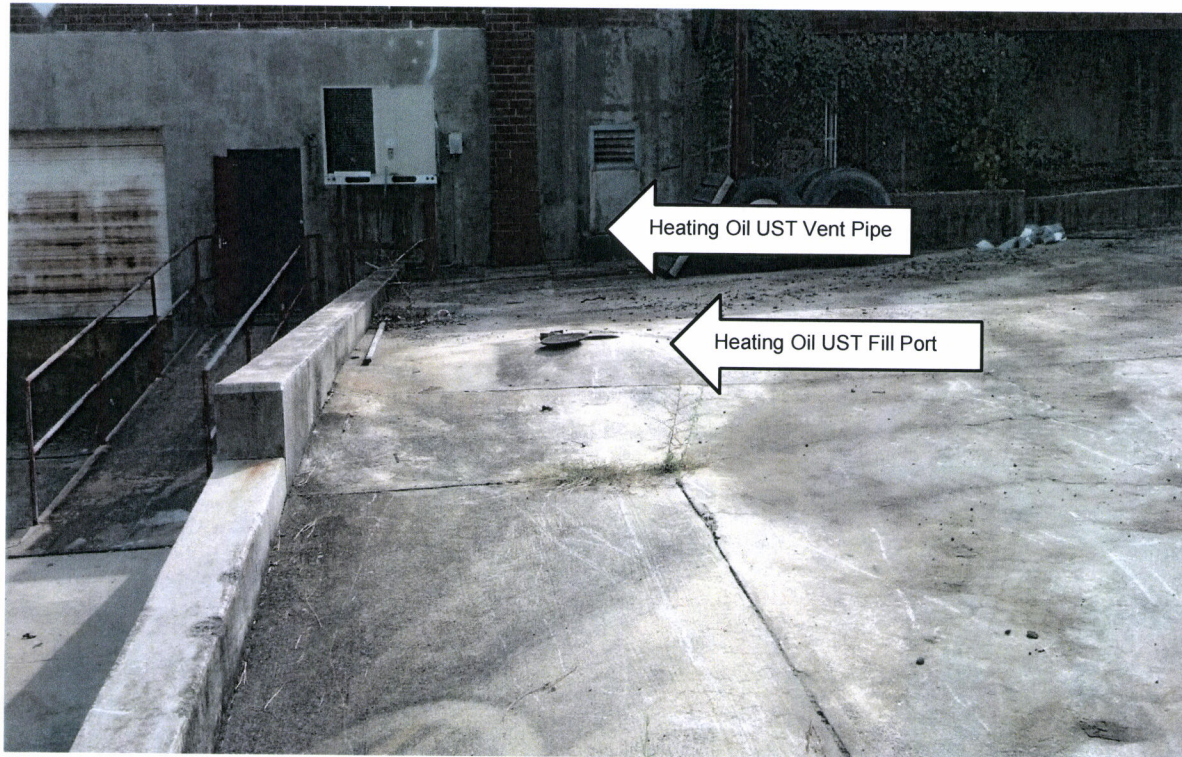


Photograph 9: Interior of the office area in the eastern portion of building.

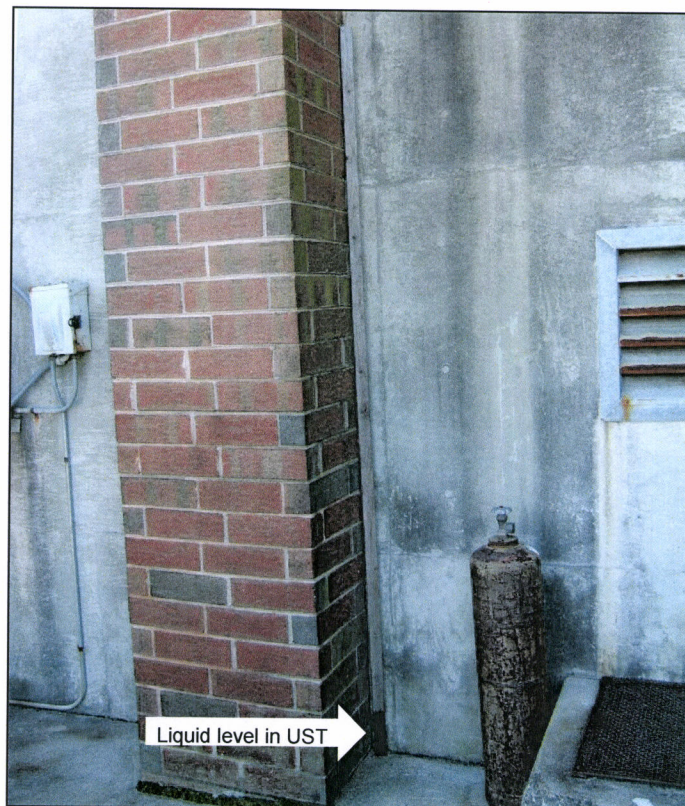


Photograph 10: Drums of unknown material at western end of warehouse.

BLS-002



Photograph 11: Heating oil underground storage tank (UST) located north of the office area.



Photograph 12: Approximately 4.5 inches of heating oil was measured in the above-referenced UST.



Photograph 13: Possible water supply well north of warehouse and east of on-site trailer.



Photograph 14: Transformer located at the east side of office area.



Photograph 15: Debris located in the northeastern portion of subject site.



Photograph 16: Pallet debris at northwestern portion of property.



Photograph 17: Oil staining identified within warehouse.



Photograph 18: Oil staining below drum in the northeastern portion of the site.



Photograph 19: Pipe for unnamed tributary located in the southeastern portion of the property that discharges to Sugar Creek.



Photograph 20: Unnamed tributary that crosses the central and southeastern portions of site.

Appendix G
Environmental Report (on CD)

- H&H Phase I Environmental Site Assessment Report (October 11, 2013)